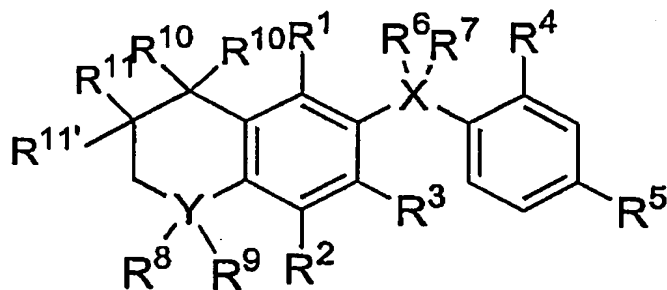


AMENDMENTS TO THE CLAIMS:

Claims 1-14, 23-26, 45-54, 61-74, 83-92, 99-106, 112 and 113 are pending. Claims 15-22, 37-44, 55-60, 75-82, 93-98, 107-111 and 114 are cancelled herein without prejudice or disclaimer. Claims 1-3, 8-14, 23-25, 30-36, 45, 46, 49-54, 61-63, 68-74, 83-85, 87-92, 99, 100, 103-106, 112 and 113 are amended herein. This listing of claims replaces all prior versions, and listings of claims, in the application.

LISTING OF CLAIMS:

1. (Currently amended) A compound of formula I:



or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof, wherein:

R¹ is selected from H, a halogen, SH, and OH;

R² is selected from H, a halogen, a NR¹²R¹³, a sulfonamide, a nitro, a formyl, an acyl, a C₁-C₃ alkyl optionally substituted with one or more fluorines, a C₂-C₃ alkenyl optionally substituted with one or more fluorines, a C₂-C₃ ~~alkenyl~~ alkynyl, optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, a C₂ alkenyl optionally substituted with one or more fluorines, a C₂ ~~alkenyl~~ alkynyl optionally substituted with one or more fluorines, and hydroxylamine optionally substituted with a C₁-C₂ alkyl, a C₂ alkenyl, a [[C₂-]] C₂ ~~alkenyl~~ alkynyl, a C₁-C₂ fluoroalkyl, a C₂ fluoroalkenyl, or a C₂ ~~alkenyl~~ alkynyl;

R³ is selected from H, a halogen, a nitro, a C₁-C₁₀ alkyl optionally substituted with one or more halogens, C₂-C₁₀ alkenyl optionally substituted with one or more halogens, C₂-C₁₀ ~~alkenyl~~ alkynyl optionally substituted with one or more halogens, a C₁-C₁₀ alkoxy optionally substituted with one or more halogens, a C₁-C₁₀ thioalkyl optionally substituted with one or more halogens, a C₂-C₁₀ thioalkenyl optionally substituted with one or more halogens, C₂-C₁₀ ~~thioalkenyl~~ thioalkynyl optionally substituted with one or more halogens,

[[a]] an NR¹⁴R¹⁵, and a five to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R¹⁹ groups;

R⁴ is selected from H, a halogen, and OH;

R⁵ is selected from CH₂OH, CHO, COOH, and C(R^{5'})(R^{5''})(COOH);

R^{5'} and R^{5''} are each independently selected from H, O, S and F; or

R^{5'} and R^{5''} together form an O or S;

R⁶ and R⁷ are each independently selected from H, a halogen, a C₁-C₁₂ alkyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ alkenyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ ~~alkynyl~~ alkynyl optionally substituted with one or more R¹⁹, a C₁-C₁₂ alkoxy optionally substituted with one or more R¹⁹, a C₁-C₁₂ thioalkyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ thioalkenyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more R¹⁹, [[a]] an NR¹⁶R¹⁷, [[a]] an NHC(O)R¹⁸ and null; or

R⁶ and R⁷ taken together form an O, S, NH or CH₂;

R⁸ and R⁹ are each independently selected from H, a halogen, a methyl optionally substituted with one or more halogens, and null; or

R⁸ and R⁹ taken together with Y form a three- to five-membered optionally substituted carbocyclic ring;

each R¹⁰ is independently selected from H, a halogen, and a methyl optionally substituted with one or more halogens;

R¹¹ and R^{11'} are each independently selected from H, a halogen and OH; or

R¹¹ and R^{11'} taken together form an O;

R¹² and R¹³ are each independently a C₁-C₃ alkyl, optionally substituted with one or more halogens, a C₂-C₃ alkenyl optionally substituted with one or more halogens, or a C₂-C₃ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens; or

R¹² and R¹³ taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R¹⁴ and R¹⁵ are each independently selected from a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₂ alkenyl optionally substituted with one or more halogens, and a C₂ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens;

R¹⁶ and R¹⁷ are each independently selected from a C₁-C₁₂ alkyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ alkenyl optionally substituted with one or more R¹⁹, C₂-C₁₂ ~~alkynyl~~ alkynyl optionally substituted with one or more R¹⁹, and a five- to six-membered

carbocyclic or heterocyclic ring optionally substituted with one or more R¹⁹, or R¹⁶ and R¹⁷ taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R¹⁸ is selected from a C₁-C₁₀ alkyl optionally substituted with one or more halogens, a C₂-C₁₀ alkenyl optionally substituted with one or more halogens, a C₂-C₁₀ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, and a five- to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R¹⁹;

R¹⁹ is selected from a halogen, a C₁-C₄ alkyl optionally substituted with one or more fluorines, a C₂-C₄ alkenyl optionally substituted with one or more fluorines, a C₂-C₄ ~~alkynyl~~ alkynyl optionally substituted with one or more fluorines, a C₁-C₄ alkoxy optionally substituted with one or more halogens, a C₁-C₃ thioalkyl optionally substituted with one or more halogens, a C₂-C₃ thioalkenyl optionally substituted with one or more halogens, a C₂-C₃ ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more halogens, a formyl and a nitro;

X and Y are each independently selected from O, S, N and C;

wherein:

if X is O or S, then each of R⁶ and R⁷ is null;

if X is N, then one of R⁶ and R⁷ is null;

if Y is O or S, then each of R⁸ and R⁹ is null; and

if Y is N, then one of R⁸ and R⁹ is null.

2. (Currently amended) The compound of claim 1, wherein:

R¹ is H or a halogen;

R² is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, and [[a]] an NR¹¹R¹²;

R³ is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₁-C₂ alkoxy optionally substituted with one or more halogens, a C₁-C₂ thioalkyl optionally substituted with one or more halogens, and [[a]] an NR¹³R¹⁴;

R⁴ is H or a halogen;

R⁵ is CH₂OH, COOH or a C(R^{5'})(R^{5''})(COOH);

R^{5'} and R^{5''} are each independently selected from H and F; or R^{5'} and R^{5''} together form an O or S; and

R⁶ and R⁷ are each independently selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more R¹⁹, a C₁-C₂ alkoxy optionally substituted with one or more R¹⁹, a C₁-C₂ thioalkyl optionally substituted with one or more R¹⁹, ~~[[a]] an~~ NR¹⁶R¹⁷ and ~~[[a]] an~~ NHC(O)R¹⁸; or R⁶ and R⁷ taken together form an O, S, NH or CH₂.

3. (Currently amended) The compound of claim 2, wherein:

R¹⁰ is H or halogen;

R¹¹ and R^{11'} are each independently selected from H and a halogen; or R¹¹ and R^{11'} taken together form an O;

R¹² and R¹³ are each independently selected from a C₁-C₃ alkyl, optionally substituted with one or more halogens, a C₂-C₃ alkenyl optionally substituted with one or more halogens, a C₂-C₃ ~~alkenyl~~ alkynyl optionally substituted with one or more halogens;

R¹⁶ and R¹⁷ are each independently selected from a C₂-C₄ alkyl optionally substituted with one or more R¹⁹, a ~~five to six membered~~ five- to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R¹⁹.

4. (Original) The compound of claim 3, wherein:

X is C or N.

5. (Original) The compound of claim 3, wherein:

X is O or S.

6. (Original) The compound of any one of claims 4 and 5, wherein:

Y is C or N.

7. (Original) The compound of any one of claims 4 and 5, wherein:

Y is O or S.

8. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 1.

9. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 2.

10. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound according to claim 3.

11. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 4.

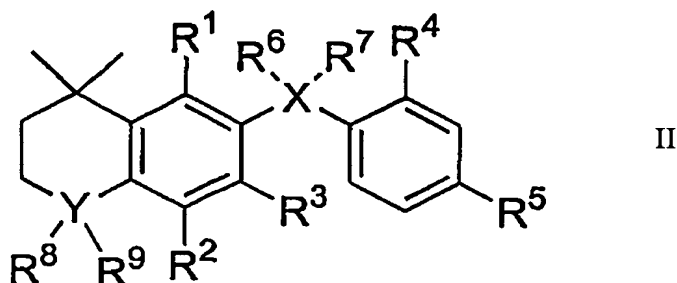
12. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 5.

13. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 6.

14. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 7.

Claims 15-22 (Cancelled).

23. (Currently amended) A compound of formula II:



or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof, wherein:

R¹ is selected from H, a halogen, SH, and OH;

R² is selected from H, a halogen, $[[a]]$ an NR¹²R¹³, a sulfonamide, a nitro, a formyl, an acyl optionally substituted with one or more halogens, a C₁-C₃ alkyl optionally substituted with one or more fluorines, a C₂-C₃ alkenyl optionally substituted with one or more fluorines, a C₂-C₃ ~~alkynyl~~ alkynyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, a C₂ thioalkenyl optionally substituted with one or more fluorines, a C₂ ~~alkynyl~~ alkynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C₁-C₂ alkyl, a C₂ alkenyl, a C₂ ~~alkynyl~~ alkynyl, a C₁-C₂ fluoroalkyl, a C₂ ~~fluoroalkenyl~~ fluoroalkenyl, or a C₂ ~~fluoroalkynyl~~ fluoroalkynyl;

R³ is selected from H, a halogen, a nitro, a C₁-C₁₀ alkyl optionally substituted with one or more halogens, a C₂-C₁₀ alkenyl optionally substituted with one or more halogens, a C₂-C₆ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, a C₁-C₁₀ alkoxy optionally substituted with one or more halogens, a C₁-C₁₀ thioalkyl optionally substituted with one or more halogens, a C₂-C₁₀ thioalkenyl optionally substituted with one or more halogens, a C₂-C₁₀ ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more halogens, $[[a]]$ an NR¹⁴R¹⁵, and five- to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R¹⁹ groups;

R^4 is selected from H, a halogen, and OH;

R^5 is selected from CH_2OH , CHO , $COOH$, and a $C(R^{5'}) (R^{5''}) (COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H, O, S and F; or $R^{5'}$ and $R^{5''}$ together form an O or S;

R^6 and R^7 are each independently selected from H, a halogen, a C_1 - C_{12} alkyl optionally substituted with one or more R^{19} , a C_2 - C_{12} alkenyl optionally substituted with one or more R^{19} , a C_2 - C_{12} ~~alkynyl~~ alkynyl optionally substituted with one or more R^{19} , a C_1 - C_{12} alkoxy optionally substituted with one or more R^{19} , a C_1 - C_{12} thioalkyl optionally substituted with one or more R^{19} , a C_2 - C_{12} thioalkenyl optionally substituted with one or more R^{19} , a C_2 - C_{12} ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more R^{19} , $[[a]]$ ~~an~~ NR¹⁶ R^{17} , $[[a]]$ ~~an~~ NHC(O) R^{18} and null; or ~~R_6 and R_7~~ R^6 and R^7 taken together form an O, S, NH or CH_2 ;

R^8 and R^9 are each independently selected from H, a halogen, a methyl optionally substituted with one or more halogens, and null; or R^8 and R^9 taken together with Y form a three- to five-membered optionally substituted carbocyclic ring;

R^{12} and R^{13} are each independently selected from C_1 - C_3 optionally substituted with one or more halogens, a C_2 - C_3 alkenyl optionally substituted with one or more halogens, or a C_2 - C_3 ~~alkynyl~~ alkynyl optionally substituted with one or more halogens; or R^{12} and R^{13} taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R^{14} and R^{15} are each independently selected from a C_1 - C_2 alkyl optionally substituted with one or more halogens, a C_2 alkenyl optionally substituted with one or more halogens, or a C_2 ~~alkynyl~~ alkynyl optionally substituted with one or more halogens;

R^{16} and R^{17} are each independently selected from a C_1 - C_{12} alkyl optionally substituted with one or more R^{19} , a C_2 - C_{12} alkenyl optionally substituted with one or more R^{19} , a C_2 - C_{12} ~~alkynyl~~ alkynyl optionally substituted with one or more R^{19} , and a five- to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19} ; or R^{16} and R^{17} taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R^{18} is selected from a C_1 - C_{10} alkyl optionally substituted with one or more halogens, a C_2 - C_{10} alkenyl optionally substituted with one or more halogens, or a C_2 - C_{10} ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, and a five- to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R^{19} ;

R¹⁹ is selected from a halogen, a C₁-C₄ alkyl optionally substituted with one or more fluorines, a C₂-C₄ alkenyl optionally substituted with one or more fluorines, a C₂-C₄ ~~alkenyl~~ alkynyl optionally substituted with one or more fluorines, a C₁-C₄ alkoxy optionally substituted with one or more halogens, a C₁-C₃ thioalkyl optionally substituted with one or more halogens, a C₂-C₃ thioalkenyl optionally substituted with one or more halogens, a C₂-C₃ ~~thioalkenyl~~, thioalkynyl optionally substituted with one or more halogens, a formyl and a nitro;

X and Y are each independently selected from O, S, N and C; wherein:

if X is O or S, then each of R⁶ and R⁷ is null;

if X is N, then one of R⁶ and R⁷ is null;

if Y is O or S, then each of R⁸ and R⁹ is null; and

if Y is N, then one of R⁸ and R⁹ is null.

24. (Currently amended) The compound of claim 23, wherein:

R¹ is H or halogen;

R² is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, and [[a]] an NR¹¹R¹²;

R³ is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₁-C₂ alkoxy optionally substituted with one or more halogens, a C₁-C₂ thioalkyl optionally substituted with one or more halogens, and [[a]] an NR¹³R¹⁴;

R⁴ is H or a halogen;

R⁵ is CH₂OH, COOH or C(R^{5'})(R^{5''})(COOH);

R^{5'} and R^{5''} are each independently selected from H and F; or R^{5'} and R^{5''} together form an O or S; and

R⁶ and R⁷ are each independently selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more R¹⁹, a C₁-C₂ alkoxy optionally substituted with one or more R¹⁹, a C₁-C₂ thioalkyl optionally substituted with one or more R¹⁹, [[a]] an NR¹⁶R¹⁷ and [[a]] an NHC(O)R¹⁸; or R⁶ and R⁷ taken together form an O, S, NH or CH₂.

25. (Currently amended) The compound of claim 24, wherein:

R¹² and R¹³ are each independently a C₁-C₃ alkyl, C₂-C₆ alkenyl, C₂-C₆ ~~alkenyl~~ alkynyl, optionally substituted with one or more halogens;

R¹⁶ and R¹⁷ are each independently selected from a C₂-C₄ alkyl optionally substituted with one or more R¹⁹, and a ~~five to six~~ five- to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R¹⁹.

26. (Original) The compound of claim 25, wherein:

X is C or N.

27. (Original) The compound of claim 25, wherein:

X is O or S.

28. (Original) The compound of any one of claims 26 and 27, wherein:

Y is C or N.

29. (Original) The compound of any one of claims 26 and 27, wherein:

Y is O or S.

30. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound according to claim 23.

31. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound according to claim 24.

32. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound according to claim 25.

33. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound according to claim 26.

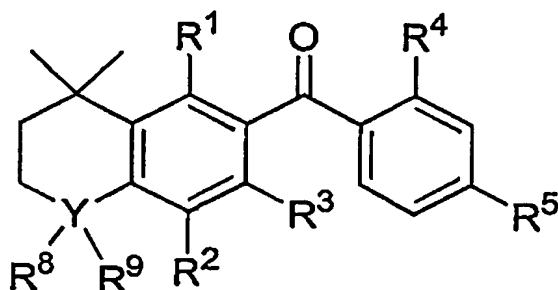
34. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound according to claim 27.

35. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound according to claim 28.

36. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound according to claim 29.

Claim 37-44 (Cancelled).

45. (Currently amended) A compound of formula III:



III

or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof, wherein:

R^1 is selected from H, a halogen, SH, and OH;

R^2 is selected from H, a halogen, ~~[[a]] an~~ $NR^{12}R^{13}$, a sulfonamide, a nitro, a formyl, an acyl optionally substituted with one or more halogens, a C_1 - C_3 alkyl optionally substituted with one or more fluorines, a C_2 - C_3 alkenyl optionally substituted with one or more fluorines, C_2 - C_3 ~~alkynyl~~ alkynyl optionally substituted with one or more fluorines, a C_1 - C_2 alkoxy optionally substituted with one or more fluorines, a C_1 - C_2 thioalkyl optionally substituted with one or more fluorines, a C_2 - C_6 thioalkenyl optionally substituted with one or more fluorines, a C_2 - C_6 ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C_1 - C_2 alkyl, a C_2 alkenyl, a C_2 ~~alkynyl~~ alkynyl, a C_1 - C_2 fluoroalkyl, a C_2 fluoroalkenyl, or a C_2 ~~fluoroalkynyl~~ fluoroalkynyl;

R^3 is selected from H, a halogen, a nitro, a C_1 - C_{10} alkyl optionally substituted with one or more halogens, a C_2 - C_{10} alkenyl optionally substituted with one or more halogens, a C_2 - C_{10} ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, a C_1 - C_{10} alkoxy optionally substituted with one or more halogens, a C_1 - C_{10} thioalkyl optionally substituted with one or more halogens, a C_2 - C_{10} thioalkenyl optionally substituted with one or more halogens, a C_2 - C_{10} ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more halogens, ~~[[a]] an~~ $NR^{14}R^{15}$, and a five- to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R^{19} groups;

R^4 is selected from H, a halogen, and OH;

R^5 is selected from CH_2OH , CHO , $COOH$, and a $C(R^{5'})(R^{5''})(COOH)$;

$R^{5'}$ and $R^{5''}$ are each independently selected from H, O, S and F; or $R^{5'}$ and $R^{5''}$ together form an O or S;

R^8 and R^9 are each independently selected from H, a halogen, a methyl optionally substituted with one or more halogens, and null; or R^8 and R^9 taken together with Y form a three- to five-membered optionally substituted carbocyclic ring;

R^{12} and R^{13} are each independently a C_1 - C_3 alkyl optionally substituted with one or more halogens, a C_2 - C_6 alkenyl optionally substituted with one or more halogens, or a C_2 - C_3 ~~alkynyl~~ alkynyl optionally substituted with one or more halogens; or R^{12} and R^{13} taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R¹⁴ and R¹⁵ are each independently a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₂ alkenyl optionally substituted with one or more halogens, or a C₂ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens;

R¹⁹ is selected from a halogen, a C₁-C₄ alkyl optionally substituted with one or more fluorines, a C₂-C₄ alkenyl optionally substituted with one or more fluorines, a C₂-C₄ ~~alkynyl~~ alkynyl, optionally substituted with one or more fluorines, a C₁-C₄ alkoxy optionally substituted with one or more halogens, a C₁-C₃ thioalkyl optionally substituted with one or more halogens, a C₂-C₆ thioalkenyl optionally substituted with one or more halogens, a C₂-C₆ ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more halogens, a formyl and a nitro;

Y is selected from O, S, N and C; wherein:

if Y is O or S, then each of R⁸ and R⁹ is null; and

if Y is N, then one of R⁸ and R⁹ is null.

46. (Currently amended) The compound of claim 45, wherein:

R¹ is H or halogen;

R² is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, and [[a]] an NR¹¹R¹²;

R³ is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₁-C₂ alkoxy optionally substituted with one or more halogens, a C₁-C₂ thioalkyl optionally substituted with one or more halogens, and [[a]] an NR¹³R¹⁴;

R⁴ is H or a halogen;

R⁵ is CH₂OH, COOH, or a C(R^{5'})(R^{5''})(COOH); and

R^{5'} and R^{5''} are each independently selected from H and F; or R^{5'} and R^{5''} together form an O or S.

47. (Original) The compound of claim 46, wherein:

R¹² and R¹³ are each independently a C₁-C₃ alkyl optionally substituted with one or more halogens.

48. (Original) The compound of claim 47, wherein:

Y is C or N.

49. (Currently amended) The compound of ~~claims 47~~ claim 47, wherein:

Y is O or S.

50. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 45.

51. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 46.

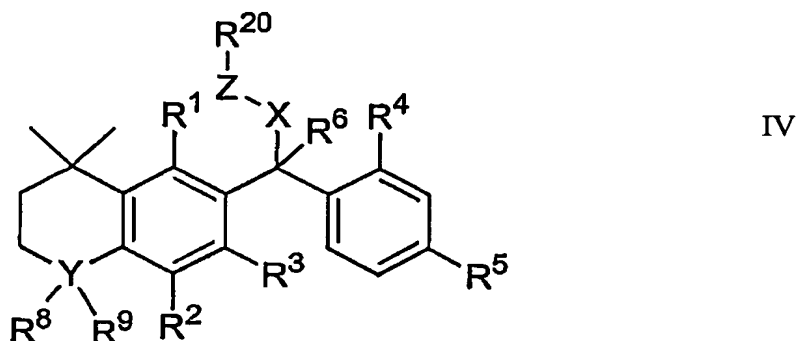
52. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 47.

53. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 48.

54. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 49.

Claims 55-60 (Cancelled).

61. (Currently amended) A compound of formula IV:



or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof, wherein:

R¹ is selected from H, a halogen, SH, and OH;

R² is selected from H, a halogen, [[a]] an NR¹²R¹³, a sulfonamide, a nitro, a formyl, an acyl, a C₁-C₃ alkyl optionally substituted with one or more fluorines, a C₂-C₃ alkenyl optionally substituted with one or more fluorines, a C₂-C₃ ~~alkenyl~~ alkynyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, a C₂ thioalkenyl optionally substituted with one or more fluorines, a C₂ ~~thioalkenyl~~ thioalkynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C₁-C₂ alkyl, a C₂ alkenyl, a C₂ ~~alkenyl~~ alkynyl, a C₁-C₂ fluoroalkyl, a C₂ fluoroalkenyl, or a C₂ ~~fluoroalkenyl~~ fluoroalkynyl;

R³ is selected from H, a halogen, a nitro, a C₁-C₁₀ alkyl optionally substituted with one or more halogens, a C₂-C₁₀ alkenyl optionally substituted with one or more halogens, a

C₂-C₁₀ ~~alkenyl~~ alkynyl optionally substituted with one or more halogens, a C₁-C₁₀ alkoxy optionally substituted with one or more halogens, a C₁-C₁₀ thioalkyl optionally substituted with one or more halogens, a C₂-C₁₀ thioalkenyl optionally substituted with one or more halogens, a C₂-C₁₀ ~~thioalkenyl~~ thioalkynyl optionally substituted with one or more halogens, $[[a]]$ an NR¹⁴R¹⁵, and a five- to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R¹⁹ groups;

R⁴ is selected from H, a halogen, and OH;

R⁵ is selected from CH₂OH, CHO, COOH, and a C(R^{5'})(R^{5''})(COOH);

R^{5'} and R^{5''} are each independently selected from H, O, S and F; or R^{5'} and R^{5''} together form an O or S;

R⁶ is selected from H, a halogen, a C₁-C₁₂ alkyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ alkenyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ ~~alkenyl~~ alkynyl optionally substituted with one or more R¹⁹, a C₁-C₁₂ alkoxy optionally substituted with one or more R¹⁹, a C₁-C₁₂ thioalkyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ thioalkenyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ ~~thioalkenyl~~ thioalkynyl optionally substituted with one or more R¹⁹, $[[a]]$ an NR¹⁶R¹⁷, $[[a]]$ an NHC(O)R¹⁸ and null;

R⁸ and R⁹ are each independently selected from H, a halogen, a methyl optionally substituted with one or more halogens, and null; or R⁸ and R⁹ taken together with Y form a three- to five-membered optionally substituted carbocyclic ring;

R¹² and R¹³ are each independently a C₁-C₃ alkyl optionally substituted with one or more halogens, a C₂-C₃ alkenyl optionally substituted with one or more halogens, or a C₂-C₃ ~~alkenyl~~ alkynyl optionally substituted with one or more halogens; or R¹² and R¹³ taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R¹⁴ and R¹⁵ are each independently a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₂ alkenyl optionally substituted with one or more halogens, or a C₂ ~~alkenyl~~ alkynyl optionally substituted with one or more halogens;

R¹⁶ and R¹⁷ are each independently selected from a C₁-C₁₂ alkyl optionally substituted with one or more R¹⁹, a C₂-C₁₂ alkenyl optionally substituted with one or more R¹⁹, or a C₂-C₁₂ ~~alkenyl~~ alkynyl optionally substituted with one or more R¹⁹; and a five- to six-membered carbocyclic or heterocyclic ring, optionally substituted with one or more R¹⁹; or R¹⁶ and R¹⁷ taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R¹⁸ is selected from a C₁-C₁₀ alkyl optionally substituted with one or more halogens, a C₂-C₁₀ alkenyl optionally substituted with one or more halogens, a C₂-C₆ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, and a five- to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R¹⁹;

R¹⁹ is selected from a halogen, a C₁-C₄ alkyl optionally substituted with one or more fluorines, a C₂-C₄ alkenyl optionally substituted with one or more fluorines, a C₂-C₄ ~~alkynyl~~ alkynyl optionally substituted with one or more fluorines, a C₁-C₄ alkoxy optionally substituted with one or more halogens, a C₁-C₃ thioalkyl optionally substituted with one or more halogens, a C₂-C₃ thioalkenyl optionally substituted with one or more halogens, a C₂-C₃ ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more halogens, a formyl and a nitro;

R²⁰ is selected from a C₄-C₅ alkyl optionally substituted with one or more halogens, a C₄-C₅ alkenyl optionally substituted with one or more halogens, a C₄-C₅ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, a phenyl optionally substituted with one or more fluorines, a thienyl optionally substituted with one or more fluorines, and a benzyl optionally substituted with one or more R¹⁹;

X is selected from O and NH;

Y is selected from O, S, N, and C; and

Z is selected from CH₂, NH, and phenylene;

wherein:

if Y is O or S, then each of R⁸ and R⁹ is null; and

if Y is N, then one of R⁸ and R⁹ is null.

62. (Currently amended) The compound of claim 61, wherein:

R¹ is H or halogen;

R² is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, and [[a]] an NR¹¹R¹²;

R³ is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₁-C₂ alkoxy optionally substituted with one or more halogens, a fully saturated C₁-C₂ thioalkyl optionally substituted with one or more halogens, and [[a]] an NR¹³R¹⁴;

R⁴ is H or a halogen;

R⁵ is CH₂OH, COOH or a C(R^{5'})(R^{5''})(COOH);

R^{5'} and R^{5''} are each independently selected from H and F; or R^{5'} and R^{5''} together form an O or S; and

R⁶ is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more R¹⁹, a C₁-C₂ alkoxy optionally substituted with one or more R¹⁹, a C₁-C₂ thioalkyl optionally substituted with one or more R¹⁹, [[a]] an NR¹⁶R¹⁷, and [[a]] an NHC(O)R¹⁸.

63. (Currently amended) The compound of claim 62, wherein:

R¹² and R¹³ are each independently a C₁-C₃ alkyl optionally substituted with one or more halogens, a C₂-C₃ alkenyl optionally substituted with one or more halogens, a C₂-C₃ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens;

R¹⁶ and R¹⁷ are each independently selected from a C₂-C₄ alkyl optionally substituted with one or more R¹⁹, a ~~five to six~~ five- to six-membered carbocyclic or heterocyclic ring optionally substituted with one or more R¹⁹.

64. (Original) The compound of claim 63, wherein:

X is O.

65. (Original) The compound of claim 63, wherein:

X is NH.

66. (Original) The compound of any one of claims 64 and 65, wherein:

Y is C or N.

67. (Original) The compound of any one of claims 64 and 65, wherein:

Y is O or S.

68. (Currently amended) A pharmaceutical agent₁ comprising a pharmaceutically acceptable carrier and a compound of claim 61.

69. (Currently amended) A pharmaceutical agent₁ comprising a pharmaceutically acceptable carrier and a compound of claim 62.

70. (Currently amended) A pharmaceutical agent₁ comprising a pharmaceutically acceptable carrier and a compound of claim 63.

71. (Currently amended) A pharmaceutical agent₁ comprising a pharmaceutically acceptable carrier and a compound of claim 64.

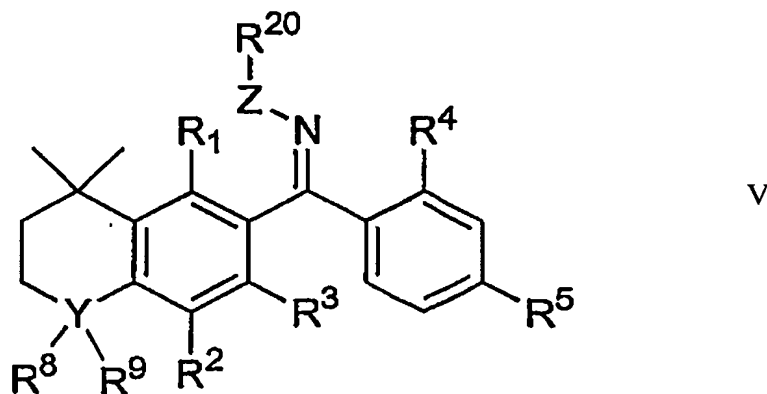
72. (Currently amended) A pharmaceutical agent₁ comprising a pharmaceutically acceptable carrier and a compound of claim 65.

73. (Currently amended) A pharmaceutical agent₁ comprising a pharmaceutically acceptable carrier and a compound of claim 66.

74. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 67.

Claim 75-82 (Cancelled).

83. (Currently amended) A compound of formula V:



or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof, wherein:

R^1 is selected from H, a halogen, SH, and OH;

R^2 is selected from H, a halogen, $[[a]]$ an $NR^{12}R^{13}$, a sulfonamide, a nitro, a formyl, an acyl, a C_1 - C_3 alkyl optionally substituted with one or more fluorines, a C_2 - C_3 alkenyl optionally substituted with one or more fluorines, a C_2 - C_3 ~~alkynyl~~ alkynyl optionally substituted with one or more fluorines, a C_1 - C_2 alkoxy optionally substituted with one or more fluorines, a C_1 - C_2 thioalkyl optionally substituted with one or more fluorines, a C_2 thioalkenyl optionally substituted with one or more fluorines, a C_2 ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C_1 - C_2 alkyl, a C_2 alkenyl, a C_2 ~~alkynyl~~ alkynyl, a C_1 - C_2 fluoroalkyl, a C_2 fluoroalkenyl, or a C_2 ~~fluoroalkynyl~~ fluoroalkynyl;

R^3 is selected from H, a halogen, a nitro, a C_1 - C_{10} alkyl optionally substituted with one or more halogens, a C_2 - C_{10} alkenyl optionally substituted with one or more halogens, a C_2 - C_{10} ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, a C_1 - C_{10} alkoxy optionally substituted with one or more halogens, a C_1 - C_{10} thioalkyl optionally substituted with one or more halogens, a C_2 - C_{10} alkenyl optionally substituted with one or more halogens, a C_2 - C_{10} ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, $[[a]]$ an $NR^{14}R^{15}$, and a five- to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R^{19} groups;

R⁴ is selected from H, a halogen, and OH;

R⁵ is selected from CH₂OH, CHO, COOH, and a C(R^{5'})(R^{5''})(COOH);

R^{5'} and R^{5''} are each independently selected from H, O, S and F; or R^{5'} and R^{5''} together form an O or S;

R⁸ and R⁹ are each independently selected from H, a halogen, a methyl optionally substituted with one or more halogens, and null; or R⁸ and R⁹ taken together with Y form a three- to five-membered optionally substituted carbocyclic ring;

R¹² and R¹³ are each independently selected from a C₁-C₃ alkyl optionally substituted with one or more halogens, a C₂-C₃ alkenyl optionally substituted with one or more halogens, or a C₂-C₃ ~~alkenyl~~ alkynyl optionally substituted with one or more halogens; or R¹² and R¹³ taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R¹⁴ and R¹⁵ are each independently selected from a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₂ alkenyl optionally substituted with one or more halogens, or ~~a C₂ alkenyl~~ alkynyl optionally substituted with one or more halogens;

R¹⁹ is selected from a halogen, a C₁-C₄ alkyl optionally substituted with one or more fluorines, a C₂-C₄ alkenyl optionally substituted with one or more fluorines, or a C₂-C₄ ~~alkenyl~~ alkynyl optionally substituted with one or more fluorines, a C₁-C₄ alkoxy optionally substituted with one or more halogens, a C₁-C₃ thioalkyl optionally substituted with one or more halogens, a C₂-C₃ thioalkenyl optionally substituted with one or more halogens, a C₂-C₃ ~~thioalkenyl~~ thioalkynyl, optionally substituted with one or more halogens, a formyl and a nitro;

R²⁰ is selected from a C₄-C₅ alkyl optionally substituted with one or more halogens, a C₄-C₅ alkenyl optionally substituted with one or more halogens, a C₄-C₅ ~~alkenyl~~ alkynyl optionally substituted with one or more ~~halogens~~ ~~optionally substituted with one or more~~ halogens, a phenyl optionally substituted with one or more fluorines, a thienyl optionally substituted with one or more fluorines, and a benzyl optionally substituted with one or more R¹⁹;

Y is selected from O, S, N, and C; and

Z is selected from CH₂, NH, and phenylene;

wherein:

if Y is O or S, then each of R⁸ and R⁹ is null; and

if Y is N, then one of R⁸ and R⁹ is null.

84. (Currently amended) The compound of claim 83, wherein:

R¹ is H or halogen;

R² is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, and [[a]] an NR¹¹R¹²;

R³ is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₁-C₂ alkoxy optionally substituted with one or more halogens, a C₁-C₂ thioalkyl optionally substituted with one or more halogens, and [[a]] an NR¹³R¹⁴;

R⁴ is H or a halogen;

R⁵ is CH₂OH, COOH or a C(R^{5'})(R^{5''})(COOH); and

R^{5'} and R^{5''} are each independently selected from H and F; or R^{5'} and R^{5''} together form an O or S.

85. (Currently amended) The compound of claim 84, wherein:

R¹² and R¹³ are each independently selected from a C₁-C₃ alkyl optionally substituted with one or more halogens, a C₂-C₃ alkenyl optionally substituted with one or more halogens, or a C₂-C₃ ~~alkenyl~~ alkynyl optionally substituted with one or more ~~halogens~~; halogens.

86. (Original) The compound of claim 85, wherein:

Y is C or N.

87. (Currently amended) The compound of claim 85, wherein:

Y is O or S.

88. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 83.

89. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 84.

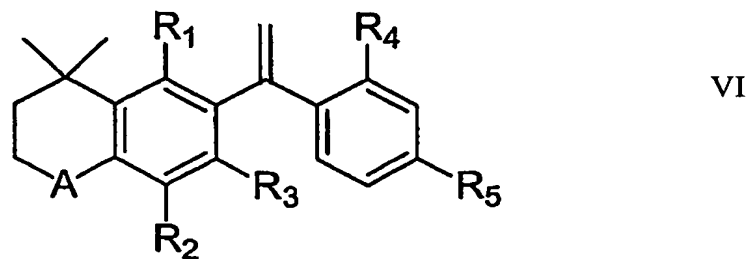
90. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 85.

91. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 86.

92. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 87.

Claims 93-98 (Cancelled).

99. (Currently amended) A compound of formula VI:



or a pharmaceutically acceptable salt, ester, amide, or prodrug thereof,
wherein:

R¹ is selected from H, a halogen, SH, and OH;

R² is selected from H, a halogen, ~~[[a]]~~ an NR¹²R¹³, a sulfonamide, a nitro, a formyl, an acyl optionally substituted with one or more halogens, a C₁-C₃ alkyl optionally substituted with one or more fluorines, a C₂-C₃ alkenyl optionally substituted with one or more fluorines, a C₂-C₃ ~~alkynyl~~ alkynyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, a C₂ thioalkenyl optionally substituted with one or more fluorines, a C₂ ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more fluorines, and a hydroxylamine optionally substituted with a C₁-C₂ alkyl, a C₂ alkenyl, a C₂ ~~alkynyl~~ alkynyl, a C₁-C₂ fluoroalkyl, a C₂ fluoroalkenyl, or a C₂ ~~fluoroalkynyl~~ fluoroalkynyl;

R³ is selected from H, a halogen, a nitro, a C₁-C₁₀ alkyl optionally substituted with one or more halogens, a C₂-C₁₀ alkenyl optionally substituted with one or more halogens, a C₂-C₁₀ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens, a C₁-C₁₀ alkoxy optionally substituted with one or more halogens, a C₁-C₁₀ thioalkyl optionally substituted with one or more halogens, a C₂-C₁₀ thioalkenyl optionally substituted with one or more halogens, a C₂-C₁₀ ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more halogens, ~~[[a]]~~ an NR¹⁴R¹⁵, and a five- to six-membered carbocyclic or heterocyclic ring optionally substituted with up to two R¹⁹ groups;

R⁴ is selected from H, a halogen, and OH;

R⁵ is selected from CH₂OH, CHO, COOH, and a C(R^{5'})(R^{5''})(COOH);

R^{5'} and R^{5''} are each independently selected from H, O, S and F; or R^{5'} and R^{5''} together form an O or S;

R¹² and R¹³ are each independently selected from a C₁-C₃ alkyl optionally substituted with one or more halogens, a C₂-C₃ alkenyl optionally substituted with one or more halogens,

or a C₂-C₃ ~~alkynyl~~ alkynyl optionally substituted with one or more halogens; or R¹² and R¹³ taken together with the nitrogen atom to which they are both bound form a five- to six-membered heterocyclic ring;

R¹⁴ and R¹⁵ are each independently selected from a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₂ alkenyl optionally substituted with one or more halogens, or a C₂ ~~alkynyl~~, alkynyl optionally substituted with one or more halogens;

R¹⁹ is selected from a halogen, a C₁-C₄ alkyl optionally substituted with one or more fluorines, a C₂-C₄ alkenyl optionally substituted with one or more fluorines, a C₂-C₄ ~~alkynyl~~ alkynyl optionally substituted with one or more fluorines, a C₁-C₄ alkoxy optionally substituted with one or more halogens, a C₁-C₃ thioalkyl optionally substituted with one or more halogens, a C₂-C₃ thioalkenyl optionally substituted with one or more halogens, a C₂-C₃ ~~thioalkynyl~~ thioalkynyl optionally substituted with one or more halogens, a formyl and a nitro; and

A is selected from O, CH₂, CF₂, and S.

100. (Currently amended) The compound of claim 99, wherein:

R¹ is H or halogen;

R² is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more fluorines, a C₁-C₂ alkoxy optionally substituted with one or more fluorines, a C₁-C₂ thioalkyl optionally substituted with one or more fluorines, and [[a]] an NR¹¹R¹²;

R³ is selected from H, a halogen, a C₁-C₂ alkyl optionally substituted with one or more halogens, a C₁-C₂ alkoxy optionally substituted with one or more halogens, a C₁-C₂ thioalkyl optionally substituted with one or more halogens, and [[a]] an NR¹³R¹⁴;

R⁴ is H or a halogen;

R⁵ is CH₂OH, COOH or a C(R^{5'})(R^{5''})(COOH);

R^{5'} and R^{5''} are each independently selected from H and F; or R^{5'} and R^{5''} together form an O or S; ~~and~~ S.

101. (Original) The compound of claim 100, wherein:

A is O or CH₂.

102. (Original) The compound of claim 100, wherein:

A is CF₂ or S.

103. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 99.

104. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 100.

105. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 101.

106. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically acceptable carrier and a compound of claim 102.

Claim 107-111 (Cancelled).

112. (Currently amended) A compound selected from the group consisting of:
4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl]benzoyl benzoic acid (Compound 103);

4-[5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-1-hydroxy-2-naphthalenyl]benzoyl benzoic acid (Compound 104);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(1,1,1-trifluoroethoxy)-2-naphthalenyl] benzoyl benzoic acid (Compound 105);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-propoxy-2-naphthalenyl] benzoyl benzoic acid (Compound 106);

4-[5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-4-nitro-2-naphthalenyl]benzoyl benzoic acid (Compound 108);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-4-nitro-2-naphthalenyl] benzoyl benzoic acid (Compound 109);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(2,2-difluoroethoxy)-4-nitro-2-naphthalenyl] benzoyl benzoic acid (Compound 110);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methoxy-2-naphthalenyl) methyl] benzoic acid (Compound 117);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-*iso*-propoxy-2-naphthalenyl) methyl] benzoic acid (Compound 118);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl) methyl] benzoic acid (Compound 119);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(1,1,1-trifluoroethoxy) ~~trifluoroethoxy~~ trifluoroethoxy)-2-naphthalenyl) methyl] benzoic acid (Compound 120);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-propoxy-2-naphthalenyl) methyl] benzoic acid (Compound 121);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-butoxy-2-naphthalenyl) methyl] benzoic acid (Compound 122);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-heptoxy-2-naphthalenyl) methyl] benzoic acid (Compound 123);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methyl-4-*p*-tolenesulfonamideo-2-naphthalenyl) methyl] benzoic acid (Compound 124);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methyl-4-ethylamino-2-naphthalenyl) methyl] benzoic acid (Compound 125);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methyl-4-propylamino-2-naphthalenyl) methyl] benzoic acid (Compound 126);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(2-fluorophenyl)-2-naphthalenyl] benzoyl benzoic acid (Compound 128);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-phenyl-2-naphthalenyl] benzoyl benzoic acid (Compound 129);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(3-thienyl)-2-naphthalenyl] benzoyl benzoic acid (Compound 130);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(4-fluorophenyl)-2-naphthalenyl] benzoyl benzoic acid (Compound 131) ;

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(3-nitrophenyl)-2-naphthalenyl] benzoyl benzoic acid (Compound 132);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(*N*-methyl-*N*-ethylamino)-2-naphthalenyl] benzoyl benzoic acid (Compound 134);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-(2-fluorophenyl)-4-nitro-2-naphthalenyl] benzoyl benzoic acid (Compound 136);

4-[(5,6,7,8-tetrahydro-3,8,8-trimethyl-4-nitro-2-naphthalenyl) benzoyl] benzoic acid (Compound 137);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-1-fluoro-3-ethoxy-2-naphthalenyl] benzoyl benzoic acid (Compound 141);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-1-fluoro-3-ethoxy-4-nitro-2-naphthalenyl] benzoyl benzoic acid (Compound 142);

4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl] benzoyl-3-chlorobenzoic acid (Compound 144);

- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl ~~tetramethyl~~-2-naphthalenyl)(2-fluorobenzyloxy) methyl] benzoic acid (Compound 149);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-fluorobenzyloxy) methyl] benzoic acid (Compound 150);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(2-trifluoromethoxy ~~thi~~fluoromethoxy benzyloxy) methyl] benzoic acid (Compound 151);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl ~~tetramethyl~~-2-naphthalenyl)(2,3-difluorobenzyloxy) methyl] benzoic acid (Compound 152);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl ~~tetramethyl~~-2-naphthalenyl)(4-trifluoromethyl benzyloxy) methyl] benzoic acid (Compound 153);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-trifluoromethoxy benzyloxy) methyl] benzoic acid (Compound 154);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-trifluorothiomethoxy benzyloxy) methyl] benzoic acid (Compound 155);
- 4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(2,3-difluoro benzyloxy) methyl] benzoic acid (Compound 156);
- 4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(4-fluorobenzyloxy) methyl] benzoic acid (Compound 157);
- 4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(2-fluorobenzyloxy) methyl] benzoic acid (Compound 158);
- 4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(benzyloxy) methyl] benzoic acid (Compound 159);
- 4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(butyloxy) methyl] benzoic acid (Compound 160);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(phenylacetamido) methyl] benzoic acid (Compound 162);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(3-fluorobenzylamino) methyl] benzoic acid (Compound 163);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-fluorobenzylamino) methyl] benzoic acid (Compound 164);
- 4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(benzylamino) methyl] benzoic acid (Compound 165);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-trifluoromethyl phenoxy)methyl]benzoic acid (Compound 166);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-*tert*-butylbenzylthio methyl] benzoic acid (Compound 167);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-fluorophenyloxy methyl]benzoic acid (Compound 168);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-*tert*-butylphenyloxy methyl]benzoic acid (Compound 169);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4- phenylphenyloxy methyl]benzoic acid (Compound 170);

4-[(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)(4-phenoxy) methyl] benzoic acid (Compound 171);

4-[(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethoxy-2-naphthalenyl)(4-*tert*-butylbenzylthio methyl] benzoic acid (Compound 172);

4-[(phenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-2-naphthalenyl)] benzoic acid (Compound 173);

4-[(phenylhydrazino)(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)] benzoic acid (Compound 174);

4-[(phenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4-ethoxy-2-naphthalenyl)] benzoic acid (Compound 175);

4-[(Pyridine-2-hydrazonyl)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)]benzoyl benzoic acid (Compound 176);

4-[(2,4-difluorophenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4- ethoxy-2-naphthalenyl)] benzoic acid (Compound 177);

4-[(2,5-difluorophenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4- ethoxy-2-naphthalenyl)] benzoic acid (Compound 178);

4-[(2,5-dimethylphenylhydrazino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4- ethoxy-2-naphthalenyl)] benzoic acid (Compound 179);

4-[(2-fluorophenylhydrazino)(5,6,7,8-tetrahydro-3,5,5,8,8-pentamethyl-2-naphthalenyl)] benzoic acid (Compound 180);

4-[(phenylimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-4-ethoxy-2- naphthalenyl)] benzoic acid (Compound 183);

4-[(4,4,4-trifluorobutoximino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 184);

4-[(ethoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 185);

4-[(propoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 186);

4-[(butoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 187);

4-[(pentoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 188);

4-[(hexyloxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 189);

4-[(3-methyl-butoxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 190);

4-[(decyloxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 191);

4-[(2,3-difluorobenzyloxyimino)(5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl)] benzoic acid (Compound 192);

6-(2,3-dihydro-4,4-dimethyl-7-ethoxybenzopyranyl)benzoyl benzoic acid (Compound 201);

6-[(2,3-dihydro-4,4-dimethyl-7-ethoxybenzothiopyranyl)]benzoyl benzoic acid (Compound 202);

6-(2,3-dihydro-4,4,7-trimethyl-8-nitro-benzopyranyl)benzoyl benzoic acid (Compound 203);

7-[1,4,4-trimethyl-5-methyl-6-methoxy-1,2,3,4-tetrahydroquinoline] benzoyl benzoic acid (Compound 212);

7-[1,4,4-trimethyl-5-methyl-6-ethoxy-1,2,3,4-tetrahydroquinoline] benzoyl benzoic acid (Compound 213);

4-[(5,6,7,8-tetrahydro-3,8,8-trimethyl-2-naphthalenyl) ethenyl] benzoic acid (Compound 214);

2-Oxo-2-[4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-ethyloxy-2-naphthalenyl] phenyl]acetic acid (compound 217); and

2-Oxo-2-[4-[5,6,7,8-tetrahydro-5,5,8,8-tetramethyl-3-methyl-2-naphthalenyl] phenyl]
acetic acid (compound 218);

and pharmaceutically acceptable salts, esters, amides, and prodrugs thereof.

113. (Currently amended) A pharmaceutical agent, comprising a pharmaceutically
acceptable carrier and a compound of claim 112.

Claim 114 (Cancelled).